

EXHIBIT E

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

TUFAMERICA, INC.,
Plaintiff,

12cv3529 (AJN)

-against-

MICHAEL DIAMOND, ADAM HOROVITZ and
ADAM YAUCH, P/K/A BEASTIE BOYS,
UNIVERSAL MUSIC PUBLISHING, INC.,
UNIVERSAL MUSIC PUBLISHING GROUP,
BROOKLYN DUST MUSIC and CAPITAL
RECORDS, LLC,

Defendants.

30 Rockefeller Plaza
New York, New York
May 20, 2014
10:27 a.m.

VIDEOTAPE DEPOSITION of AARON S.
FUCHS, the Witness in above-entitled
action, held at above time and place,
taken before Francine Sky, a Certified
Shorthand Reporter and Notary Public of
the State of New York, pursuant to the
Federal Rules of Civil Procedure, and
stipulations between Counsel.

<p>1 2 APPEARANCES: 3 4 THE LAW OFFICES OF KELLY D. TALCOTT 5 Attorneys for Plaintiff 6 34 Grove Street 7 P.O. Box 43 8 Sea Cliff, New York 11579 9 BY: KELLY D. TALCOTT, ESQ. 10 11 12 13 SHEPPARD MULLIN RICHTER & HAMPTON, LLP 14 Attorneys for Defendants 15 Michael Diamond, Adam 16 Horovitz, Adam Yauch, p/k/a 17 Beastie Boys 18 30 Rockefeller Plaza 19 New York, New York 10112 20 BY: THEODORE C. MAX, ESQ. 21 22 23 24 25</p>	<p>Page 2</p> <p>1 2 IT IS HEREBY STIPULATED AND 3 AGREED, by and among counsel for 4 the respective parties hereto, that 5 the filing, sealing and 6 certification of the within 7 deposition shall be and the same 8 are hereby waived. 9 IT IS FURTHER STIPULATED AND 10 AGREED that all objections, except 11 as to form of the question, shall 12 be reserved to the time of the 13 trial. 14 IT IS FURTHER STIPULATED AND 15 AGREED that the within deposition 16 may be signed before any Notary 17 Public, with the same force and 18 effect as if signed and sworn to 19 before the Court. 20 21 22 ~ oOo ~ 23 24 25</p>
<p>1 2 A P P E A R A N C E S: (Continued) 3 4 JENNER & BLOCK, LLP 5 Attorneys for Defendants 6 UMG PolyGram International 7 Publishing, Inc. and Capitol 8 Records, LLC 9 919 Third Avenue 10 New York, New York 10022 11 BY: NATHANIEL H. BENFORADO, ESQ. 12 13 14 15 16 17 Also Present: 18 19 GEORGE LIBBARES, Videographer 20 Veritext New York 21 * * * 22 23 24 25</p>	<p>Page 3</p> <p>1 2 A. Fuchs 3 THE VIDEOGRAPHER: Stand by, 10:27AM 4 please. We're now recording and on 10:27AM 5 the record. 10:27AM 6 Please note that the 10:27AM 7 microphones are sensitive and may 10:27AM 8 pick up whispering and private 10:27AM 9 conversations. Please turn off all 10:27AM 10 cell phones or place them away from 10:27AM 11 the microphones as they can 10:27AM 12 interfere with the deposition 10:27AM 13 audio. Recording will continue 10:27AM 14 until all parties agree to go off 10:27AM 15 the record. 10:27AM 16 My name is George Libbares, 10:27AM 17 representing Veritext New York. 10:28AM 18 The date today is May 20, 2014 and 10:28AM 19 the time is 10:29 a.m. 10:28AM 20 This deposition is being held 10:28AM 21 at Sheppard Mullin Richter & 10:28AM 22 Hampton, LLP, located at 30 10:28AM 23 Rockefeller Plaza, New York, New 10:28AM 24 York, and is being taken by counsel 10:28AM 25 for the Defendants. 10:28AM The caption of this case is 10:28AM</p>

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1 A. Fuchs 2 with regards to Trouble Funk? 10:42AM	1 A. Fuchs 2 third-party licenses? 10:43AM
3 A. Yes. 10:42AM	3 A. I can't. 10:43AM
4 Q. For how long have you 10:42AM	4 Q. Can you tell me what 10:43AM
5 contracted with digital platforms 10:42AM	5 percentage of the business that 10:43AM
6 regarding Trouble Funk? 10:42AM	6 TufAmerica has done for Trouble Funk is 10:43AM
7 A. Same period. The five years 10:42AM	7 litigating infringements of copyright? 10:44AM
8 maybe a little bit, six, seven. I'm 10:42AM	8 A. I'm sorry, I can't. 10:44AM
9 not sure. 10:42AM	9 Q. Can you tell me which is the 10:44AM
10 Q. I believe you said that in 10:42AM	10 largest in terms of percentages of the 10:44AM
11 terms of earning income for artists 10:42AM	11 three? 10:44AM
12 that there are record sales, 10:42AM	12 A. I can't. 10:44AM
13 third-party licenses and litigating 10:42AM	13 Q. Can you rank them highest to 10:44AM
14 infringements of copyrights; do you 10:42AM	14 lowest? 10:44AM
15 recall that testimony? 10:42AM	15 MR. TALCOTT: Objection. 10:44AM
16 A. Yes. 10:42AM	16 A. I can't. 10:44AM
17 Q. Can you tell me with regard 10:42AM	17 Q. Is there someone at 10:44AM
18 to the business of TufAmerica, what 10:42AM	18 TufAmerica who would have that 10:44AM
19 percentage of the business in the 10:42AM	19 information? 10:44AM
20 aggregate involves record sales? 10:42AM	20 A. Yeah. 10:44AM
21 A. I don't know. 10:42AM	21 Q. Who is that? 10:44AM
22 Q. Can you tell me what 10:42AM	22 A. Our bookkeeper. 10:44AM
23 percentage of the business involves 10:42AM	23 Q. What is the name of the 10:44AM
24 third-party licenses? 10:42AM	24 bookkeeper? 10:44AM
25 A. No. No. It's liquid. 10:42AM	25 A. I can't remember her last 10:44AM
Page 19	Page 21
1 A. Fuchs	1 A. Fuchs
2 Q. And can you tell me what 10:42AM	2 name. Ali. 10:44AM
3 percentage of the business of 10:42AM	3 Q. How do you spell that? 10:44AM
4 TufAmerica involves litigating 10:43AM	4 A. A-L-I. 10:44AM
5 infringements of copyright? 10:43AM	5 Q. Can you make an estimate as 10:44AM
6 A. I can't. I'm sorry. 10:43AM	6 to which of the three would be the 10:44AM
7 Q. Can you tell me which of the 10:43AM	7 largest? 10:44AM
8 three is the largest percentage? 10:43AM	8 A. No. You know the record 10:44AM
9 A. Only in terms of physical 10:43AM	9 business is, you know, ever fluctuating 10:45AM
10 space. Selling records is the largest. 10:43AM	10 and the way you make money fluctuates. 10:45AM
11 Q. I wasn't asking about 10:43AM	11 For example, in the last year 10:45AM
12 physical space. I was talking about 10:43AM	12 or so the sale of vinyl has become 10:45AM
13 dollars. 10:43AM	13 shockingly more popular. So it's very 10:45AM
14 A. I know. That's the best I 10:43AM	14 hard to ascertain. You just have to, 10:45AM
15 can do. 10:43AM	15 you know keep all your jacks spinning 10:45AM
16 Q. With regards to Trouble Funk, 10:43AM	16 and you just got to take care of every 10:45AM
17 can you tell me what percentage of the 10:43AM	17 facet of the business. 10:45AM
18 business that TufAmerica has done with 10:43AM	18 Q. For how long have you been 10:45AM
19 regards to Trouble Funk? 10:43AM	19 the president of TufAmerica? 10:45AM
20 Can you tell me what 10:43AM	20 A. Since its inception, sometime 10:46AM
21 percentage is record sales? 10:43AM	21 in the late '80s. 10:46AM
22 A. No. 10:43AM	22 Q. And prior to that what was 10:46AM
23 Q. Can you tell me what 10:43AM	23 your employment? 10:46AM
24 percentage of the business that 10:43AM	24 A. I was president of an earlier 10:46AM
25 TufAmerica has done for Trouble Funk is 10:43AM	25 corporate incarnation or an earlier 10:46AM

<p style="text-align: right;">Page 22</p> <p>1 A. Fuchs 2 corporation called Tuff & Rumble 10:46AM 3 Management which was also the parent 10:46AM 4 company of Tuff City Records. 10:46AM 5 Q. What is the current status of 10:46AM 6 Tuff & Rumble Management? 10:46AM 7 A. I'm pretty sure it was 10:46AM 8 dissolved. 10:46AM 9 Q. Do you know when it was 10:46AM 10 dissolved? 10:46AM 11 A. No. 10:46AM 12 Q. When was it formed? 10:46AM 13 A. Around '82/83. 10:46AM 14 Q. Did you form it in or around 10:47AM 15 1982 or 1983? 10:47AM 16 A. Yes. 10:47AM 17 Q. Did you form it with anyone 10:47AM 18 else? 10:47AM 19 A. No. 10:47AM 20 Q. Why was Tuff & Rumble 10:47AM 21 Management dissolved? 10:47AM 22 A. That was an accountant's 10:47AM 23 decision I think. I'm not sure. 10:47AM 24 Q. Did you make the decision 10:47AM 25 ultimately? 10:47AM</p>	<p style="text-align: right;">Page 24</p> <p>1 A. Fuchs 2 You can be either hit driven or catalog 10:49AM 3 driven. 10:49AM 4 We are catalog driven. It 10:49AM 5 hews to a tradition that began with the 10:49AM 6 publishing industry. So that you make 10:49AM 7 money more from administration, you 10:49AM 8 know, what they call slow incremental, 10:49AM 9 but income that accretes in an ongoing 10:49AM 10 way. 10:49AM 11 Q. When you say a music catalog, 10:49AM 12 can you tell me what you mean by a 10:49AM 13 music catalog. 10:49AM 14 A. Yeah. A record company that 10:49AM 15 had an existence and ceased to exist. 10:49AM 16 Most of them are inactive. 10:50AM 17 Q. And so when you were talking 10:50AM 18 about the 50 or so artists, most of 10:50AM 19 those record companies or artists are 10:50AM 20 inactive, is that what you are saying? 10:50AM 21 A. Yeah. 10:50AM 22 Q. Can you give me an estimate 10:50AM 23 in terms of out of the 50, how many are 10:50AM 24 active? 10:50AM 25 A. Three to five. 10:50AM</p>
<p style="text-align: right;">Page 23</p> <p>1 A. Fuchs 2 A. Did I ultimately make it? 10:47AM 3 Q. Yes. 10:47AM 4 A. Yeah. Yeah. I couldn't tell 10:47AM 5 you why. 10:47AM 6 Q. You can't tell me why sitting 10:47AM 7 here? 10:47AM 8 A. No. 10:47AM 9 Q. Did it have economic 10:47AM 10 problems? 10:47AM 11 A. No. 10:47AM 12 Q. What are your current duties 10:47AM 13 and responsibilities as president of 10:47AM 14 TufAmerica? 10:47AM 15 A. To purchase music catalogs 10:47AM 16 and supervise staff, so that they are 10:48AM 17 integrated into the body of music that 10:48AM 18 we own so that we can promote, earn 10:48AM 19 income from them. 10:48AM 20 Q. Let me break that down. 10:48AM 21 You said purchase music 10:48AM 22 catalogs, can you explain what you mean 10:48AM 23 by that? 10:48AM 24 A. Yeah. In the music business 10:48AM 25 there are two thrusts to a company. 10:49AM</p>	<p style="text-align: right;">Page 25</p> <p>1 A. Fuchs 2 Q. Which are the three to five 10:50AM 3 active? 10:50AM 4 A. Trouble Funk, Herman Hitson. 10:50AM 5 And there were artists that I ran my 10:50AM 6 company as a contemporary music 10:51AM 7 operation in the '80s, and I have since 10:51AM 8 folded those recordings into the body 10:51AM 9 of catalogs that I administer. 10:51AM 10 Q. Can you tell me which 10:51AM 11 performers or acts in the '80s you're 10:51AM 12 referring to? 10:51AM 13 A. Freddie Barton. 10:51AM 14 Q. Any others? 10:51AM 15 A. Ron Brown. 10:51AM 16 Q. Anyone else? 10:51AM 17 A. That's all that comes to 10:51AM 18 mind. 10:52AM 19 Q. Now you said that one of your 10:52AM 20 duties and responsibilities is to 10:52AM 21 supervise staff so that they're 10:52AM 22 integrated into the body of music that 10:52AM 23 you own. 10:52AM 24 Can you tell me what the body 10:52AM 25 of music is that TufAmerica owns? 10:52AM</p>

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1 A. Fuchs 2 business, I was in the rap business. 02:28PM 3 It was -- wasn't a big business at that 02:28PM 4 time. 02:28PM 5 Q. Had you ever heard the 02:28PM 6 Beastie Boys perform the music that is 02:28PM 7 the subject of TufAmerica Exhibit 2? 02:29PM 8 A. A record, live? Do you mean 02:29PM 9 something at all? 02:29PM 10 Q. In any way, shape or form. 02:29PM 11 A. I can't remember. I'm sure I 02:29PM 12 heard "Hold it Now, Hit It". 02:29PM 13 Q. Are you familiar with the 02:29PM 14 album Paul's Boutique? 02:29PM 15 A. Yes. 02:29PM 16 Q. When did you first hear 02:29PM 17 Paul's Boutique? 02:29PM 18 A. I don't know if I heard the 02:29PM 19 album, but I was aware that it was 02:29PM 20 released. 02:29PM 21 Q. Are you familiar with the 02:29PM 22 song or the musical recording 02:29PM 23 "Shadrach"? 02:29PM 24 A. Not intimately. 02:29PM 25 Q. You said you are familiar 02:29PM	1 A. Fuchs 2 a layperson, I would assume it has. 02:30PM 3 Q. What about "Car Thief", have 02:31PM 4 you ever heard "Car Thief"? 02:31PM 5 A. Not by title. 02:31PM 6 Q. With regards to "Hold it Now, 02:31PM 7 Hit It," you said you've heard that. 02:31PM 8 Have you ever heard of the 02:31PM 9 album License to Ill? 02:31PM 10 A. Yes. 02:31PM 11 Q. Do you own a copy of that? 02:31PM 12 A. No. 02:31PM 13 Q. Do you own a copy of Paul's 02:31PM 14 Boutique? 02:31PM 15 A. No. 02:31PM 16 Q. What about "The New Style," 02:31PM 17 have you ever heard that song? 02:31PM 18 A. I've heard of it. I can't 02:31PM 19 remember the way -- how it goes. 02:31PM 20 Q. I would like you to pull out 02:32PM 21 what has been marked as TufAmerica 3, 02:32PM 22 which I think you looked at, and I'm 02:32PM 23 going to ask you a few questions about 02:32PM 24 that as well. 02:32PM 25 MR. TALCOTT: Can we take a 02:32PM
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1 A. Fuchs 2 with "Hold it Now, Hit It"? 02:29PM 3 A. Yes. 02:29PM 4 Q. And when did you first hear 02:29PM 5 that? 02:29PM 6 A. When it came out, '83/84. 02:30PM 7 Q. Have you heard it since then? 02:30PM 8 A. Yeah. 02:30PM 9 Q. How many times have you heard 02:30PM 10 it? 02:30PM 11 A. Not sure. 02:30PM 12 Q. Hundreds of times? 02:30PM 13 A. I don't know. A few times. 02:30PM 14 Q. Can you be more precise about 02:30PM 15 what you mean by a few? 02:30PM 16 A. I think it was either on the 02:30PM 17 radio or MTV. It wasn't that I was 02:30PM 18 actively or consciously looking or 02:30PM 19 listening for it. But I'm aware of the 02:30PM 20 song. 02:30PM 21 Q. And it's gotten a lot of play 02:30PM 22 over the years? 02:30PM 23 A. Yes. 02:30PM 24 Q. What about -- 02:30PM 25 A. I'm not with Arbitron, but as 02:30PM	1 A. Fuchs 2 break before we get into that? 02:32PM 3 MR. MAX: Yes. Sure. 02:32PM 4 THE VIDEOGRAPHER: The time 02:32PM 5 is 2:32 p.m. We're off the 02:32PM 6 record. 02:32PM 7 (Whereupon, a short recess 02:32PM 8 was taken.) 02:41PM 9 THE VIDEOGRAPHER: The time 02:41PM 10 is 2:42. We're on the record. 02:41PM 11 Q. Mr. Fuchs, if you could pull 02:41PM 12 out TufAmerica 3, I have a couple of 02:41PM 13 questions about that document. 02:41PM 14 Referring you to paragraph 02:41PM 15 13. 02:41PM 16 A. Yes. 02:41PM 17 Q. Is that paragraph 13 02:42PM 18 accurate? 02:42PM 19 A. To the best of my knowledge. 02:42PM 20 Q. Referring you to paragraph 02:42PM 21 19. Is that paragraph accurate? 02:42PM 22 A. Yes. 02:42PM 23 Q. I would like you to pull out 02:42PM 24 what has been marked as TufAmerica 02:43PM 25 Exhibit 9 for identification. The 02:43PM

<p style="text-align: right;">Page 150</p> <p>1 A. Fuchs 2 document bearing Bates number UMG 17 02:43PM 3 through 47. 02:43PM 4 A. Okay. 02:43PM 5 Q. First, I would like to ask 02:43PM 6 you, have you ever seen this document 02:43PM 7 before? 02:43PM 8 A. No. 02:43PM 9 Q. Prior to sitting here today, 02:43PM 10 you've never seen this document? 02:43PM 11 A. No. I have not. 02:43PM 12 Q. Have you ever heard that 02:43PM 13 Island Records, Inc. entered into an 02:43PM 14 agreement as of October 11, 1984 with 02:43PM 15 T.T.E.D. Records, Inc.? 02:44PM 16 A. No. 02:44PM 17 Q. So prior to coming here 02:44PM 18 today, you were unaware of this 02:44PM 19 document? 02:44PM 20 A. That's right. I mean -- let 02:44PM 21 me clarify that, between the time you 02:44PM 22 produced it in the course of this 02:44PM 23 lawsuit and it was made -- and it was 02:44PM 24 made aware, my counsel was made aware 02:44PM 25 of it, at that point I was made aware 02:44PM</p>	<p style="text-align: right;">Page 152</p> <p>1 A. Fuchs 2 Q. Referring you to the page 02:46PM 3 bearing Bates number UMG 26, do you 02:46PM 4 recognize any of the signatures on that 02:46PM 5 page? 02:46PM 6 A. I recognize the signature of 02:46PM 7 Max Kidd. 02:46PM 8 Q. How do you recognize that 02:46PM 9 signature? 02:46PM 10 A. Because it's clear. It looks 02:46PM 11 like print. 02:46PM 12 Q. Do you know who Max Kidd is? 02:46PM 13 A. He was a Washington, D.C. 02:46PM 14 music business person. 02:46PM 15 Q. Have you ever had any 02:46PM 16 involvement with Mr. Kidd? 02:46PM 17 A. No. 02:46PM 18 Q. Referring you now to another 02:46PM 19 document, TufAmerica Exhibit 10. If 02:46PM 20 you could pull that out. 02:47PM 21 A. Okay. 02:47PM 22 Q. Have you ever seen this 02:47PM 23 document before? 02:47PM 24 A. No. 02:47PM 25 Q. This document bears Bates 02:47PM</p>
<p style="text-align: right;">Page 151</p> <p>1 A. Fuchs 2 of it. 02:44PM 3 Q. Prior to the production of 02:44PM 4 this document in this lawsuit, you were 02:44PM 5 unaware of this document? 02:44PM 6 A. That's right. And I knew 02:44PM 7 that they Trouble Funk you know did 02:44PM 8 record for Island at one point, but I 02:44PM 9 didn't know about this document. 02:44PM 10 Q. Do you know whether Mr. 02:44PM 11 Gandel had ever seen this document or 02:45PM 12 reviewed the document? 02:45PM 13 A. No, I don't. 02:45PM 14 Q. Do you know whether this 02:45PM 15 document, TufAmerica Exhibit 9, was 02:45PM 16 reviewed with regards to the due 02:45PM 17 diligence for the Publishing 02:45PM 18 Administration Agreement, TufAmerica 4, 02:45PM 19 and the Master Administration 02:45PM 20 Agreement, TufAmerica Exhibit 5? 02:45PM 21 A. I don't know if this document 02:45PM 22 was reviewed for those purposes. And I 02:45PM 23 don't know how -- okay, I mean... 02:45PM 24 I don't know that it was 02:45PM 25 reviewed for those purposes. 02:45PM</p>	<p style="text-align: right;">Page 153</p> <p>1 A. Fuchs 2 number UMG 167 through 169. 02:47PM 3 Mr. Fuchs, can you tell me 02:47PM 4 what a letter of inducement is? 02:47PM 5 MR. TALCOTT: Objection. 02:47PM 6 A. Not really. 02:47PM 7 Q. Have you ever heard that 02:47PM 8 term? 02:47PM 9 A. Yes. 02:47PM 10 Q. What does that term mean to 02:47PM 11 you? 02:47PM 12 A. Oh, God. It's something I've 02:47PM 13 heard about through the years, but I've 02:47PM 14 never personally drafted one. I would 02:47PM 15 have to read this. 02:47PM 16 Q. So you're not really familiar 02:47PM 17 with what a letter of inducement is? 02:47PM 18 A. No. 02:47PM 19 Q. In terms of the business of 02:48PM 20 TufAmerica, Inc., you don't really deal 02:48PM 21 with letters of inducement as a general 02:48PM 22 term? 02:48PM 23 A. I've never given out, drafted 02:48PM 24 a letter of inducement for somebody to 02:48PM 25 sign. 02:48PM</p>